

September 21, 2012

Via Overnight Delivery and Electronic Transmission

Deborah Benjamin
Associate Regional Counsel
Office of Environmental Accountability
US Environmental Protection Agency
61 Forsyth Street, SW
Atlanta, Georgia 30303-8960

**Re: Southside Chattanooga Lead Superfund Site
Chattanooga, Hamilton County, Tennessee**

Dear Ms. Benjamin:

I am writing to update my letter dated August 20, 2012, concerning the above-referenced Superfund Site. We appreciate EPA's allowing us additional time to file this response.

As explained in the August 20 letter, King & Spalding represents Mueller Water Products, Inc. ("MWP") and USP Holdings Inc. ("USP").¹ By overnight delivery, we are producing the enclosed records in response to EPA's Information Request Letter of July 16, 2012. Specifically, we are providing four boxes of documents responsive to Questions 5 and 9 in your Information Request. The documents in Boxes 1-4, Bates Nos. MWPS000001 -009891 are responsive to Question 5. The documents in Box 4, Bates Nos. MWPS009892 -010211 are responsive to Question 9. In addition, we have attached to this letter our responses to the remainder of your questions.

For the agency's information, U.S. Pipe is continuing to look for documents and other sources of information that may be responsive to the Information Request. If

¹ As we have previously discussed, my firm represents MWP. Earlier this year, MWP sold its interest in United States Pipe and Foundry Company, LLC ("U.S. Pipe") to USP. As explained below, since 1995 following a bankruptcy sale, U.S. Pipe owned and operated the foundry that the EPA alleges is responsible for the contamination that EPA claims is present at the Site. MWP is responding to the July 16 letter because it is obliged to indemnify USP for certain pre-closing matters associated with U.S. Pipe.

responsive documents or other information are identified, we will supplement this response.

So far the records that have been identified relate to the environmental management of the former U.S. Pipe Chattanooga plant. The earliest of those documents date from about 1978. As you know, the plant closed in 2006. While we have identified about 20 bankers boxes of environmental records for the Chattanooga plant that were stored at another U.S. Pipe facility from which this response was prepared, to date, U.S. Pipe has not located other kinds of potentially responsive records, such as business transaction documents. If such records are identified, they will be reviewed and submitted to EPA.

We have also identified a relatively small number of documents that appear to be subject to "attorney-client privilege." U.S. Pipe is currently reviewing those documents with its counsel, Mr. Gary Rovner of Foley & Lardner. Once that review is completed, we will produce any non-privileged, responsive documents, and submit a privilege log to EPA for any privileged, responsive documents that are not being produced.

Introduction

It is important to note that, given the corporate history of U.S. Pipe, including the acquisition by Jim Walter Corporation in 1969, its bankruptcy in 1989, its spin-off to MWP in 2005, and the fact that the Chattanooga plant ceased operation in 2006, it has been difficult to locate documents related to U.S. Pipe's Chattanooga operations and disposal practices. EPA's Information Request covers the past 50 years, and thus far, we have only located a few documents dating before 1980. Nevertheless, as will be discussed in greater detail below, the documents we have located indicate that foundry sand was disposed in an on-site landfill since 1956 and baghouse dust was disposed in that same landfill since the early 1970s. Importantly, we have seen no documents that indicate that foundry sand, baghouse dust, or any U.S. Pipe-generated waste was disposed at the Chattanooga Lead Superfund Site or elsewhere around the city.

On-Site Landfill

For many years, U.S. Pipe operated two foundries in Chattanooga, the Valve and Fittings Plant and the Soil Pipe Division. These facilities shared a common landfill that was bordered on the north by the Soil Pipe Division, on the east and south by the Valve and Fittings Plant and on the west by the Tennessee River. According to a RCRA Facility Assessment Report (RFA) from March 1990, the on-site landfill has been active

since 1956 and has received predominantly waste foundry sands.² The landfill also received baghouse dust from the facilities' cupola coke-fired furnaces since 1972 (from the Soil Pipe Division) and 1977 (from the Fittings Plant).³

The produced documents show that U.S. Pipe continuously disposed the baghouse dust in its landfill, and in fact, this disposal practice led to an NOV issued by the Tennessee Department of Health and Environment (TDHE), and several years of disagreement between U.S. Pipe and TDHE over the characterization of baghouse dust and whether it could be disposed onsite. In 1988, U.S. Pipe began using a Solifix treatment system to stabilize the baghouse dust by mixing it with lime kiln dust, cement and Solifix liquid to create a non-leachable waste. The documents show that this non-leachable waste was disposed in the on-site landfill until U.S. Pipe closed in 2006.⁴

The documents also show that foundry sand produced at both the Soil Pipe Plant and Valve and Fittings Plant was disposed at the on-site landfill.⁵

Responses to Question 5 In our review of documents for responsiveness to Question 5, we located documents responsive to subparts a, b, c, d, e, f, g, h, and l. These documents are identified by Bates Number ranges in the attached specific responses; however, we did not find any documents or other evidence responsive to Question 5, subpart i.⁶ Most significantly, we did not find any documents responsive to subparts j or k⁷ with respect to this Site. We found no evidence that U.S. Pipe made its foundry sand available for pickup by the public, nor did we find any documents demonstrating that U.S. Pipe delivered foundry sand, baghouse dust or any other waste material to any neighborhood in Chattanooga for use as fill or any other purpose. The only documents that we found

² See Bates No. MWPS007765; *see also*, Bates Nos. MWPS007808 -007812; and MWPS007848.

³ See Bates Nos. MWPS007765 -007766; MWPS007770 -007771; MWPS007782; and MWPS007786 -007787.

⁴ See RFA and Operations Manual, Bates Nos. MWPS007151 -007152; MWPS007185; MWPS007191 -007192; MWPS007230; and MWPS007260.

⁵ See RFA, *id.*

⁶ Question 5, subpart i - Information regarding "[a]ll persons employed by the Respondent or its predecessors whose job description included responsibility for procurement, use, and/or disposal of foundry brick, foundry sand, and/or baghouse dust."

⁷ Question 5, subpart j - "Whether the Respondent made foundry sand and/or baghouse dust available for pickup by the public or other companies for fill material or any other purpose;" and

Question 5, subpart k - "Whether the Respondent delivered foundry sand and/or baghouse dust to specific neighborhoods, vacant lots, companies or individuals for fill and for any other purpose."

related to uses or proposed uses of foundry sand by other businesses with the prior review and approval of regulatory agencies, but in no event did those uses or proposed uses of foundry sand involve the Site or any other neighborhood in Chattanooga.

In fact, we found very few documents evidencing off-site or attempted off-site disposal of U.S. Pipe's foundry sand. There are a few documents showing that U.S. Pipe communicated with the Tennessee Division of Solid Waste Management in 1997 about using foundry sand stockpiled in the landfill to make asphalt as part of the Tennessee Beneficial Reuse Program.⁸ It appears that U.S. Pipe's proposal was rejected and the foundry sand was not used for asphalt manufacture or use.

Similarly, in 1995, U.S. Pipe proposed to use spent foundry sand as fill material in Dade County, Georgia. The Georgia Department of Natural Resources granted permission to U.S. Pipe for this use.⁹

In June 2005, U.S. Pipe received permission from TDEC to use its spent foundry sand for a drainage layer under a golf course practice tee at the Honors Course, Ooltewah, Hamilton County under the Beneficial Reuse Program.¹⁰

Finally, from approximately 2004 to 2006, Signal Mountain Cement used U.S. Pipe's foundry sand as a source of silica in its manufacturing process.¹¹

All of these documents demonstrate appropriate and regulated beneficial reuse of foundry sand. None of these documents indicate the disposal or other use of U.S. Pipe waste materials at this Site or at any other residential location in Chattanooga.

Bankruptcy

One potentially important aspect of EPA's offer and demand to U.S. Pipe is the legal significance of the bankruptcy proceedings that affected the corporate ownership with respect to the former Chattanooga plant. A timeline for the history of the company reveals the following:

- 1899 – United States Cast Iron Pipe and Foundry Company is incorporated by means of a consolidation of a number of companies, including Chattanooga Foundry and Pipe Company;

⁸ See Bates Nos. MWPS000487 -000526.

⁹ See Bates Nos. MWPS000502 -000507.

¹⁰ See Bates Nos. MWPS000496 -000500.

¹¹ See Bates No. MWPS009658.

- 1929 – name of United States Cast Iron Pipe and Foundry Company changed to United States Pipe and Foundry Company (“*US Pipe*”);
- 1969 – Jim Walter Corporation (“JWC”) acquires *US Pipe*;
- 1970 – *US Pipe* acquires a company and relocates its hydrant and valve operations to Chattanooga;
- 1988 – KKR acquires JWC;
- 1989 – JWC (and other debtors including *US Pipe*) files for Chapter 11 bankruptcy protection;
- 1991 – name of JWC changed to Walter Industries, Inc. (“Walter”)
- 1995 – Walter (and other debtors including **US Pipe2**¹²) emerge from bankruptcy protection;
- 1996 – Part of *US Pipe* Chattanooga property acquired by S F S I, LLC;
- 2005 – **US Pipe2** acquires Mueller Water Products, Inc.;
- 2006 – Walter completes spin-off of its water group (**US Pipe2**, Mueller Co. and Anvil);
- 2006 (March) – **US Pipe2** ceases production at its Chattanooga foundry;
- 2006 (May) – **US Pipe2** sells its Chattanooga property to Pipe Properties, LLC;¹³
- 2007 – **US Pipe2** demolishes the Chattanooga foundry; and
- 2012 (April) – Mueller Group, LLC sells **US Pipe2** to USP Holdings, Inc.

As the timeline shows, the company that today is U.S. Pipe is not the company that would be responsible for releases of hazardous substances that could have occurred prior to 1995. This is not to suggest that any such releases, in fact, did occur, and as explained above, U.S. Pipe concludes that none of its foundry sand, baghouse dust or other wastes was disposed at this Site. If any such releases did occur, for U.S. Pipe to be responsible, then the releases must have occurred after the bankruptcy case concluded in 1995. Copies of documents from the bankruptcy proceeding are included in the enclosed documents.¹⁴

¹² **US Pipe2**, which came into existence with the conclusion of the bankruptcy proceedings in 1995, is the same entity identified elsewhere in this letter as “United States Pipe and Foundry Company, LLC” (See Footnote no.1, *supra*). Importantly, **US Pipe2**/ United States Pipe and Foundry Company, LLC is not responsible for the activities that may have occurred prior to its formation in 1995.

¹³ On May 18, 2006, U.S. Pipe sold the property on which the former Chattanooga plant was located to Pipe Properties, LLC, a Tennessee Limited Liability Company, the assignee of Perimeter Properties, LLC and its separate and wholly-owned subsidiary, Gateway View, LLC, a Tennessee Limited Liability Company and assignee of Perimeter Properties, LLC.

¹⁴ See Bates Nos. MWPS010212 -011449.

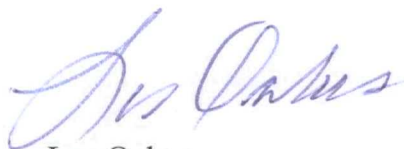
Freedom of Information Act Request

As mentioned in my August 20 letter, pursuant to the Freedom of Information Act ("FOIA"), MWP requested an opportunity to review and copy information in EPA's possession: that confirms the presence and locations of lead in soil at the Site; that connects U.S. Pipe or any other potentially responsible party to the lead contamination at the Site; the responses of any other potentially responsible parties that received or will receive a demand similar to the July 16 letter; and the names of any other potentially responsible parties that EPA has or will identify in the future. To date, we have not received a response to that FOIA request. Additionally, as of September 19, 2012, no information about the presence of lead in soil or EPA's proposed remediation activities had been posted on the agency's web site. We hereby renew our FOIA request.

MWP reserves the right to modify the responses to EPA's Information Request that are included in this letter, that are attached or that are being submitted by overnight delivery. MWP also reserves the right to undertake EPA's requested removal action if EPA, U.S. Pipe or MWP is able to establish a definitive connection between the former Chattanooga plant that would create CERCLA liability for U.S. Pipe and the contamination that EPA alleges exists at the Site.

Following your review of this letter, please feel free to contact me concerning this response.

Sincerely,

A handwritten signature in blue ink, appearing to read "Les Oakes", is positioned above the printed name.

Les Oakes

Attachment (1)

Documents by overnight delivery (4 boxes)

cc: Kevin Maxwell w/attach. (via electronic transmission)
Gary Rovner w/attach. (via electronic transmission)

Questions

The EPA's Information Requests appear in ***bold, italics*** type face. MWP's Responses to EPA's Information Requests appear in normal type face. United States Pipe and Foundry Company, LLC is referred to as "U.S. Pipe."

1. Identify the person(s) responding to these questions on behalf of the Respondent.

The person responding to these questions on behalf of MWP is:

Les Oakes, Attorney
King & Spalding
1180 Peachtree Street
Atlanta, GA 30309-3521

Phone: (404) 572-3314

2. For every question contained herein, identify all persons consulted in the preparation of responses.

Kevin Maxwell, Senior Counsel – Securities and M&A
Mueller Water Products, Inc.
1200 Abernathy Road, Suite 1200
Atlanta, GA 30328

and

Gary Rovner
Foley & Lardner LLP
321 N. Clark Street, Suite 2800
Chicago, IL 60654

3. For every question contained herein, identify all documents consulted, examined, or referred to in the preparation of the response that contain information responsive to the question, and provide true and accurate copies of all such documents.

The documents consulted, examined or referred to in the preparation of the responses that contain information responsive to Question Numbers 5 and 9 are

identified by Bates Numbers or Ranges of Bates Numbers and true and accurate copies of those documents are being submitted to EPA by overnight delivery.

4. *Provide the name, title, address, and telephone number of the individual to whom any future correspondence regarding this matter should be directed.*

Please direct all future correspondence to Les Oakes.

5. *For each property within the City of Chattanooga, Tennessee presently or previously owned and/or operated by the Respondent, or previously owned and/or operated by any of the Respondent's predecessors in interest, identify the locate and provide all information regarding:*

As an initial response, MWP notes that the Chattanooga Plant was closed in 2006 and subsequently demolished. As such, it is difficult to accurately answer all aspects of *subparts a, b and c*.

a. Dates of ownership, lease, and/or operation;¹

- 1899 – United States Cast Iron Pipe and Foundry Company is incorporated by means of a consolidation of a number of companies, including Chattanooga Foundry and Pipe Company;
- 1929 – name of United States Cast Iron Pipe and Foundry Company changed to United States Pipe and Foundry Company (“*US Pipe*”);
- 1969 – Jim Walter Corporation (“JWC”) acquires *US Pipe*;
- 1970 – *US Pipe* acquires a company and relocates its hydrant and valve operations to Chattanooga, TN;
- 1988 – KKR acquires JWC;
- 1989 – JWC (and other debtors including *US Pipe*) files for Chapter 11 bankruptcy protection;
- 1991 – name of JWC changed to Walter Industries, Inc. (“Walter”)
- 1995 – Walter (and other debtors including **US Pipe2**²) emerge from bankruptcy protection;
- 1996 – Part of *US Pipe* Chattanooga property acquired by S F S I, LLC;
- 2005 – **US Pipe2** acquires Mueller Water Products, Inc.;
- 2006 - Walter completes spin-off of its water group (**US Pipe2**, Mueller Co. and Anvil);

¹ See also, <http://www.uspipe.com/main/Default.asp?CategoryID=7&SubCategoryID=8>

² **US Pipe2** came into existence with the conclusion of the bankruptcy proceedings in 1995.

- 2006 (March) – **US Pipe2** ceases production at its Chattanooga foundry;
- 2006 (May) – **US Pipe2** sells its Chattanooga property to Pipe Properties, LLC;³
- 2007 – **US Pipe2** demolishes the Chattanooga foundry; and
- 2012 (April) – Mueller Group, LLC sells **US Pipe2** to USP Holdings, Inc.⁴

b. Manufacturing processes;⁵

Please see the RCRA Facility Assessment Report (RFA) from March 1990 discussed in the response to *subpart e* below.

c. Production volumes;⁶

Please see the RCRA Facility Assessment Report (RFA) from March 1990 discussed in the response to *subpart e* below.

d. Use, storage, and disposal of foundry brick, sand, and/or baghouse dust;⁷

³ On May 18, 2006, U.S. Pipe sold the property on which the former Chattanooga plant was located to Pipe Properties, LLC, a Tennessee Limited Liability Company, the assignee of Perimeter Properties, LLC and its separate and wholly-owned subsidiary, Gateway View, LLC, a Tennessee Limited Liability Company and assignee of Perimeter Properties, LLC.

⁴ Responsive documents to *subpart a* are: MWPS001579 -001595; MWPS002054 -002311; and MWPS004332 -004333

⁵ Responsive documents to *subpart b* are: MWPS000001 -000091; MWPS000101 -000244; MWPS000256 -000294; MWPS000320 -000325; MWPS000386 -000430; MWPS000487 -000526; MWPS000963 -000997; MWPS001039 -001207; MWPS001249 -001250; MWPS001327 -001341; MWPS001377 -001434; MWPS001488 -001595; MWPS001771 -001898; MWPS001924 -001968; MWPS001982 -002021; MWPS002024 -002238; MWPS002260 -002327; MWPS002727 -002747; MWPS002752 -002803; MWPS002844 -002939; MWPS003055 -003290; MWPS003426 -003590; MWPS003834 -004173; MWPS004334 -004534; MWPS004557 -004569; MWPS004648 -004661; MWPS004673 -004750; MWPS005557 -005765; MWPS005839 -005913; MWPS005983 -005986; MWPS006075 -006313; MWPS007146 -007727; MWPS007899 -009657; and MWPS009660 -009663.

⁶ Responsive documents to *subpart c* are: MWPS000277 -000287; MWPS000295 -000314; MWPS000963 -000997; MWPS001050 -001054; MWPS001061 -001113; MWPS001120 -001132; MWPS001145 -001180; MWPS001208 -001248; MWPS001251 -001256; MWPS001327 -001341; MWPS001889 -001898; MWPS001903 -001922; MWPS001947 -001958; MWPS001982 -001983; MWPS002424 -002726; MWPS002940 -002941; MWPS002958 -002973; MWPS003055 -003290; MWPS003875 -003890; MWPS004164 -004173; MWPS004570 -004647; MWPS004686 -004740; MWPS007146 -007727; MWPS009679 -009719; and MWPS009748 -009891.

⁷ Responsive documents to *subpart d* are: MWPS000001 -000255; MWPS000277 -000287; MWPS000295 -000319; MWPS000326 -000526; MWPS000963 -000997; MWPS001050 -001054; MWPS001064 -001138; MWPS001148 -001248; MWPS001251 -001256; MWPS001285 -001309; MWPS001318 -001377; MWPS001435 -001487; MWPS001596 -001923; MWPS001941 -001968; MWPS001974 -001977; MWPS001982 -002013; MWPS002022 -002023; MWPS002040 -002216; MWPS002239 -002327; MWPS002328 -002398; MWPS002727 -002757; MWPS002835 -002953;

Please see the answer to *subpart e*.

***e. Description of the manner in which foundry sand and/or baghouse dust was disposed;*⁸**

For many years, U.S. Pipe operated two foundries in Chattanooga, the Valve and Fittings Plant and the Soil Pipe Division. These facilities shared a common landfill that was bordered on the north by the Soil Pipe Division, on the east and south by the Valve and Fittings Plant and on the west by the Tennessee River. According to a RCRA Facility Assessment Report (RFA) from March 1990, the on-site landfill began to be used in 1956 and received predominantly waste foundry sands.⁹ The landfill also received baghouse dust from the facilities' cupola coke-fired furnaces starting in 1972 (from the Soil Pipe Division) and 1977 (from the Fittings Plant).¹⁰

The produced documents show that U.S. Pipe continuously disposed of the baghouse dust in its landfill, and in fact, this disposal practice lead to an NOV issued by the Tennessee Department of Health and Environment (TDHE), and several years of disagreement between U.S. Pipe and TDHE over the characterization of baghouse dust and whether it could be disposed of onsite. In 1988, U.S. Pipe began using a Solifix treatment system to stabilize the baghouse dust by mixing it with lime kiln dust, cement and Solifix liquid to create a non-leachable waste. The documents show that this non-leachable waste was disposed of in the on-site landfill until U.S. Pipe closed in 2006.¹¹

The documents also show that foundry sand produced at both the Soil Pipe Plant and Valve and Fittings Plant was disposed of at the on-site landfill.¹²

Please see also the response in *subpart j*, below.

MWPS002974 -003044; MWPS003291 -003372; MWPS003591 -003820; MWPS003830 -003957; MWPS003960 -003967; MWPS003969 -004059; MWPS004174 -004331; MWPS004662 -004678; MWPS004686 -004723; MWPS004751 -005564; MWPS005766 -005838; MWPS005914 -005980; MWPS005987 -005991; MWPS006047 -006074; MWPS006346 -006859; MWPS006990 -007898; MWPS009658 -009659; MWPS009665 -009678; MWPS009682 -009717; and MWPS009720 -009747

⁸ Responsive documents to *subpart e* are: MWPS000233 -000241; MWPS001903 -001923; MWPS001941 -001965; MWPS001968 -002039; MWPS002054 -002311; MWPS002142 -002207; MWPS002399 -002423; MWPS002748 -002757; MWPS002838 -002843; MWPS003291 -003407; MWPS003821 -003829; MWPS005914 -005980; MWPS007033 -007898; and MWPS009658 -009659.

⁹ See Bates No. MWPS007765; see also, Bates Nos. MWPS007808 -007812; and MWPS007848.

¹⁰ See Bates Nos. MWPS007765 -007766; MWPS007770 -007771; MWPS007782; and MWPS007786 -007787.

¹¹ See RFA and Operations Manual: Bates Nos. MWPS007151 -007152; MWPS007185; MWPS007191 -007192; MWPS007230; and MWPS007260.

¹² See RFA, *id*.

- f. Giving foundry sand and/or baghouse dust to any entity (public or private) including, but not limited to, industrial/commercial manufacturing plants, municipal properties, or private residences, provide all information and records of any such transactions;***

Except as noted in the documents identified in response to *subpart j* below, to date, no evidence of giving foundry sand and/or baghouse dust to any entity (public or private) including, but not limited to, industrial/commercial manufacturing plants, municipal properties, or private residences has been identified.¹³

- g. Testing of foundry sand and/or baghouse dust for contaminants prior to its disposal and provide records of the test findings;***

Please see the documents noted below.¹⁴

- h. Contacts, contracts or other types of arrangements with any business/individual to dispose of foundry sand and/or baghouse dust;***

Except as noted in the documents identified in response to *subpart j* below, to date, no contacts, contracts or other types of arrangements with any business/individual to dispose of foundry sand and/or baghouse dust have been identified.¹⁵

- i. All persons employed by the Respondent or its predecessors whose job description included responsibility for procurement, use, and/or disposal of foundry brick, foundry sand, and/or baghouse dust;***

Except as noted in the documents identified in response to *subpart j* below, to date, no persons employed by the Respondent or its predecessors whose job description included responsibility for procurement, use, and/or disposal of foundry brick, foundry sand, and/or baghouse dust have been identified.

¹³ Responsive documents to *subpart f* are: MWPS005766 -005838; MWPS006008 -006011; MWPS006860 -006970; MWPS009658 -009659; and MWPS009664 -009664.

¹⁴ Responsive documents to *subpart g* are: MWPS000316 -000319; MWPS000362 -000368; MWPS000477 -000482; MWPS000487 -000962; MWPS000995 -001001; MWPS001008 -001038; MWPS001257 -001284; MWPS001308 -001317; MWPS001345 -001351; MWPS001678 -001770; MWPS001969 -001983; MWPS003032 -003054; MWPS003373 -003425; MWPS003432 -003820; MWPS003830 -003833; MWPS004144 -004161; MWPS004535 -004556; MWPS004662 -004664; MWPS005557 -005764; MWPS005981 -005982; MWPS005992 -006007; MWPS006012 -006046; MWPS006314 -006345; MWPS006860 -006970; and MWPS007033 -007727.

¹⁵ Responsive documents to *subpart h* are: MWPS001037 -001049.

j. Whether the Respondent made foundry sand and/or baghouse dust available for pickup by the public or other companies for fill material or any other purpose;

In 1995, U.S. Pipe proposed to use spent foundry sand as fill material in Dade County, Georgia. The Georgia Department of Natural Resources granted permission to U.S. Pipe for this use.¹⁶

In 1997, U.S. Pipe communicated with the Tennessee Division of Solid Waste Management about using foundry sand stockpiled in the landfill to make asphalt as part of the Tennessee Beneficial Reuse Program.¹⁷ It appears that U.S. Pipe's proposal was rejected and the foundry sand was not used for asphalt manufacture or use.

In June 2005, U.S. Pipe received permission from TDEC to use its spent foundry sand for a drainage layer under a golf course practice tee at the Honors Course, Ooltewah, Hamilton County under the Beneficial Reuse Program.¹⁸

From approximately 2004 to 2006, Signal Mountain Cement used U.S. Pipe's foundry sand as a source of silica in its manufacturing process.¹⁹

k. Whether the Respondent delivered foundry sand and/or baghouse dust to specific neighborhoods, vacant lots, companies or individuals for fill and for any other purpose; and

Except as noted in response to *subpart j* above, to date, no other evidence of foundry sand and/or baghouse dust being delivered to specific neighborhoods, vacant lots, companies or individuals for fill and for any other purpose has been identified.

l. Whether the Respondent participated in any municipal projects, programs, or initiatives involving providing foundry sand and/or baghouse dust for any use.

Except as noted in response to *subpart j* above, based upon the information identified to date, the answer is no.²⁰

¹⁶ See Bates Nos. MWPS000502 -000507.

¹⁷ See Bates Nos. MWPS000487 -000526.

¹⁸ See Bates Nos. MWPS000496 -000500.

¹⁹ See Bates No. MWPS009658.

²⁰ Responsive documents to *subpart l* are: MWPS000487 -000526; and MWPS001002 -001007.

6. *For each property identified in response to Question 5, identify all federal, state, and local authorities that regulated the operations dealing with health and safety and environmental concerns for that facility or property.*

Please see the attached list entitled "Question 6: Federal, State, and Local Authorities." This list identifies federal, state, and local authorities that regulated the operations dealing with health and safety and environmental concerns for that facility or property.

7. *For each property identified in response to Question 5, provide a list of all local, state, and federal environmental permits ever granted to the Respondent or its predecessors (e.g. RCRA permits, NPDES permits, Air permits, etc.).*

Please see the attached list entitled "Question 7: List of Permits Granted to U.S. Pipe." This list is based upon the permits that the Chattanooga Plant possessed on or before the time it closed in 2006.

8. *For each property identified in response to Question 5, provide a list of all citation of violations issued to that facility or property by any local, state, and federal environmental organization.*

Please see the attached list entitled "Question 8: List of Citations or Violations." This list is based upon the documents in U.S. Pipe's files. All of these identified citations occurred before the Chattanooga Plant closed in 2006.

9. *Provide all documents related to the Respondent's acquisition, purchase and/or merger with U.S. Pipe.*

In addition to the timeline and history in response to *Question 5, subpart a*, in April 2012, Mueller Group, LLC sold U.S. Pipe to USP Holdings Inc. A copy of the purchase agreement can be found at:
<http://sec.gov/Archives/edgar/data/1350593/000135059312000020/exhibit23.htm>.

Please also see the documents noted below.²¹

- 10. *Identify any persons with information about the Respondent's foundry sand and/or baghouse dust disposal practices/policies at the facilities identified in Question 5.***

At this time, MWP has not identified "any persons with information about the Respondent's foundry sand and/or baghouse dust disposal practices/policies at the facilities identified in Question 5." MWP reserves the right to provide additional information that is responsive to this question if it becomes available, and will do so.

- 11. *If you have reason to believe that there may be persons able to provide a more detailed or complete response to any Question contained herein or who may be able to provide additional responsive documents, identify such persons and the additional information or documents that they may have.***

Other than the regulatory agencies identified in response to Question Number 6, at this time, MWP has not identified "persons' able to provide a more detailed or complete response to any Question contained herein or who may be able to provide additional responsive documents, identify such persons and the additional information or documents that they may have." MWP reserves the right to provide additional information that is responsive to this question if it becomes available, and will do so.

²¹ Responsive documents to *Question 9* are: MWPS009892 -010211

Question 6: Federal, State, and Local Authorities

Environmental Protection Agency

Department of the Army, Nashville District, Corps of Engineers

Tennessee Department of Health

Tennessee Department of Environment and Conservation

State of Tennessee Department of Labor & Work Force Development

Chattanooga-Hamilton County Air Pollution Control Bureau

City of Chattanooga, Department of Public Works

Question 7: List of Permits Granted to U.S. Pipe

Permit	Issuing Authority	Permit Number
NPDES	EPA	TN0003808
Department of the Army General Permit,	Department of the Army, Nashville District, Corps of Engineers	Nationwide Permit #13 (riprap)
Industrial Landfill - Solid Waste Permit	Tennessee Department of Environment and Conservation	33-0102
NPDES	Tennessee Division of Water Pollution Control, Department of Environment and Conservation	TN0002429
NPDES - General Permit	Tennessee Division of Water Pollution Control, Department of Environment and Conservation	TNR001749
Landfill Permit	Tennessee Department of Environment and Conservation	TNR001750
Permit for the discharge of roof drainage and unpolluted cooling water into the Tennessee River	Tennessee Department of Health	No Permit Number
Tolerance Permit for the discharge of roof drainage and unpolluted cooling water into the Tennessee River	Tennessee Department of Health	No Permit Number
Industrial wastewater discharge permit	Tennessee Department of Health, Department of Water Quality Control	77-638

Tennessee Storm Water Multi-Sector General Permit for Industrial Activities	Tennessee Division of Water Pollution Control	TNR050000
Wastewater Discharge Permit (Industrial Wastewater)	City of Chattanooga, Department of Public Works	6248
Wastewater Discharge Permit (Leachate from biological treatment of BTEX-stained soils)	City of Chattanooga, Department of Public Works	6249
Leachate Discharge Permit	City of Chattanooga, Department of Public Works	No Permit Number
Title V, Part 70 Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	47-065-3321
Air Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	3321-30400371-54C, 55C, 56C
Installation Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	3321-30400325-69I, 70I
Installation Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	3321-40200601-57I
General license to operate a radiological source pursuant to 10 CFR 31.5 (for cupola burden height indicator)	Unknown	Unknown

Question 8: List of Citations or Violations

Citation or Violation	Issuing Authority	Date
Cautionary Letter - Wastewater discharge permit	EPA	August 30, 1974
Notice of Violation - Wastewater discharge permit	City of Chattanooga, Department of Public Works	October 5, 1984
Violation of Tennessee Solid Waste Disposal Act	Tennessee Department of Health and Environment	June 17, 1987
Consent Agreement and Final Order under RCRA - Concerning treatment of the fly ash at the waste piles	EPA	June 1990
NOV - Concerning the Tennessee Hazardous Waste Management Act	Tennessee Department of Health and Environment, Bureau of Environment	October 12, 1990
NOV - NPDES unpermitted wastewater discharge	Tennessee Department of Environment and Conservation	March 9, 1992
NOV- NPDES violations and deficiencies in self-monitoring program	Tennessee Department of Environment and Conservation	August 5, 1994
NOV - Insufficient Revised Corrective Action Plan pursuant to Tennessee UST regulations	Tennessee Department of Environment and Conservation, Division of Underground Storage Tanks	August 26, 1996
NOV - Failure to submit a timely Part 70 permit application	Chattanooga-Hamilton County Air Pollution Control Bureau	June 12, 1997
NOV/Consent Order - Concerning late submittal of Part 70 permit application	Chattanooga-Hamilton County Air Pollution Control Board	July 10, 1997
NOV - Failure to Meet Compliance Deadline - Free Product Recovery Reports (under Tennessee UST	Tennessee Department of Environment and Conservation, Division of Underground Storage Tanks	August 5, 1999

regulations)		
NOV - Concerning the Tennessee Hazardous Waste Management Act	Tennessee Department of Environment and Conservation	September 24, 1999
NOV - Violation of Part 70 Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	October 1, 2000 - September 13, 2001
NOV - Violation of Part 70 Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	December 28, 2001
NOV - Violation of Part 70 Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	February 5, 2002
NOV - Violation of Part 70 Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	April 26, 2002
NOV - Violations of Tennessee UST regulations	Environmental Assistance Center, Tennessee Department of Environment and Conservation	July 29, 2002
NOV - Violation of Part 70 Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	December 17, 2003
NOV - Deficiencies in 2002 Annual Hazardous Waste Management Report	Tennessee Department of Environment and Conservation	June 20, 2003
NOV - Compliance Evaluation Inspection for NPDES permit number TN0002429 (Valve and Fittings Plants), TNR051749 (Valve and Fittings Plants), TNR051750 (landfill)	Tennessee Department of Environment and Conservation	June 8, 2004
NOV - Violation of Part 70 Permit	Chattanooga-Hamilton County Air Pollution Control Bureau	July 9, 2004
Notice of Non-Compliance, failure to submit timely application for a new UST certificate	Tennessee Department of Environment and Conservation	April 1, 2007
Notice of Delinquent	State of Tennessee Department of Labor & Work	June 25, 2007

Inspection	Force Development, Boiler and Elevator Division	
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